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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <u>Derham Kyle</u>  (Last) (First) (Middle) C/O NET POWER, INC. 404 HUNT STREET, SUITE 410  (Street) DURHAM NC 27701-2275  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NET Power Inc. [ NPWR ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/30/2023	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
	Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.	

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class B Common Stock	06/30/2023		J <sup>(1)</sup>		1,390,348	A	\$0.00 <sup>(1)</sup>	1,390,348 <sup>(2)</sup>	D	
Class B Common Stock	06/30/2023		J <sup>(1)</sup>		286,320	A	\$0.00 <sup>(1)</sup>	1,676,668 <sup>(2)</sup>	I	The Derham Children's Trust of 2020 <sup>(3)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Class B Units of NET Power Operations LLC	(4)	06/30/2023		J <sup>(1)</sup>		1,390,348		(4)	(4)	Class A Common Stock	\$0.00 <sup>(1)</sup>	1,390,348	D	
Class B Units of NET Power Operations LLC	(4)	06/30/2023		J <sup>(1)</sup>		286,320		(4)	(4)	Class A Common Stock	\$0.00 <sup>(1)</sup>	1,676,668	I	The Derham Children's Trust of 2020 <sup>(3)</sup>
Warrants	\$11.5	06/30/2023		J <sup>(1)</sup>		2,010,586		07/08/2023	06/08/2028	Class A Common Stock	\$0.00 <sup>(1)</sup>	2,010,586	D	
Warrants	\$11.5	06/30/2023		J <sup>(1)</sup>		414,049		07/08/2023	06/08/2028	Class A Common Stock	\$0.00 <sup>(1)</sup>	2,424,635	I	The Derham Children's Trust of 2020 <sup>(3)</sup>

**Explanation of Responses:**

- Received from Rice Acquisition Sponsor LLC ("Sponsor") pursuant to the pro rata distribution of all of the securities of the issuer held by Sponsor to its members.
- Prior to the distribution by Sponsor referred to in footnote 1, the reporting person was a managing member of Sponsor, and as such, the reporting person may have been deemed to have beneficial ownership of the securities held of record by Sponsor and the reporting person's prior Form 4s included transactions and direct holdings of Sponsor.
- The Derham Children's Trust of 2020 (the "Trust") is the record holder of the securities reported herein and the reporting person is the trustee of the Trust. By virtue of the relationship, the reporting person may be deemed to have or share beneficial ownership of the securities held of record by the Trust, but the reporting person disclaims any beneficial ownership of the reported securities other than to the extent of any pecuniary interest he may have therein, directly or indirectly.
- The Class B Units of Opco are convertible into Class A Units of Opco on a one-for-one basis pursuant to the terms of the limited liability agreement of Opco. The Class A Units of Opco (together with the corresponding shares of the issuer's Class B common stock) are then exchangeable into shares of the issuer's Class A common stock or cash, at the issuer's election, on a one-for-one basis and have no expiration date.

/s/ James Wilmot Rogers as 06/30/2023  
Attorney-in-Fact

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

